STATE OF NORTH DAKOTA

BEFORE THE

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

In the Matter of Health
Excellence, T. C. Fry, and
other Officers, Directors,
Agents, Servants and Employees
of Health Excellence

CEASE AND DESIST ORDER AND NOTICE OF OPPORTUNITY FOR HEARING

THE SECURITIES COMMISSIONER OF THE STATE OF NORTH DAKOTA TO HEALTH EXCELLENCE, T. C. FRY, AND OTHER OFFICERS, DIRECTORS, AGENTS, SERVANTS AND EMPLOYEES OF HEALTH EXCELLENCE:

- 1. It appears to the Securities Commissioner that Health Excellence and T. C. Fry ("Respondents"), have engaged, are engaging, or are about to engage in certain acts, practices, or transactions, as more fully described below, which are prohibited under Chapter 10-04 of the North Dakota Century Code ("N.D.C.C."). It further appears to the Securities Commissioner that it is necessary or appropriate in the public interest or for the protection of investors to restrain these acts, practices, or transactions.
- 2. The Respondents have offered for sale, solicited an order or offer to buy, or sold in North Dakota securities in the form of promissory notes.
- 3. The subject securities have not been registered with the Securities Commissioner under Section 10-04-04, N.D.C.C.; are not exempt securities under Section 10-04-05, N.D.C.C.; and have not

been offered for sale or sold in exempt transactions under Section 10-04-06, N.D.C.C.

4. The Respondents are not registered as dealers or salesmen under Section 10-04-10, N.D.C.C.

NOW, THEREFORE, IT IS ORDERED, pursuant to Section 10-04-16, N.D.C.C., that Health Excellence, T. C. Fry, and other officers, directors, agents, servants, and employees of Health Excellence immediately cease and desist:

- A. From offering for sale or selling in or from North Dakota the subject securities, or any other security however denominated of any issuer, unless and until such securities have been registered with the Securities Commissioner; provided, however, that nothing in this part of the order shall apply to exempt securities under Section 10-04-05, N.D.C.C., or to exempt transactions under Section 10-04-06, N.D.C.C.
- B. From offering for sale or selling in or from North Dakota the subject securities, or any other security however denominated of any issuer, unless and until they have been registered as dealers or salesmen with the Securities Commissioner; provided, however, that nothing in this part of the order shall apply to exempt transactions under Section 10-04-06, N.D.C.C.

YOU ARE NOTIFIED that the above-cited violations, if proven, are sufficient grounds for the imposition of a civil penalty, pursuant to Section 10-04-16, N.D.C.C.

YOU ARE ALSO NOTIFIED that any person aggrieved by this order may request a hearing before the Securities Commissioner if such a request is made within ten days after receipt of this order.

IN TESTIMONY WHEREOF, witness my hand and seal this <u>15th</u> day of March, 1993.

(SEAL)

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SECURITIES COMMISSIONER

COUNTY OF BURLEIGH

COUNTY OF BURLEIGH

SECURITIES COMMISSIONER

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Agents, Servants and Employees)			T.
of Health Excellence)			
STATE OF NORTH DAKOTA)			

Cheryl Fleck, being first duly sworn under oath, deposes and says:

- 1. That she is a citizen of the United States over the age of twenty-one years and not a party to or interested in the above-entitled proceeding.
- 2. That on the $\underline{15\text{th}}$ day of March, 1993 she deposited in the Central Mailing Bureau of the United States Post Office Department in the State Capitol in Bismarck, North Dakota, true and correct copies of the following document:

CEASE AND DESIST ORDER AND NOTICE OF OPPORTUNITY FOR HEARING

3. That a copy of the above document was securely enclosed in envelopes with postage duly prepaid and addressed as follows:

T.C. Fry Health Excellence 1108 Royal Row Manchaca, TX 78652

Health Excellence 1108 Royal Row Manchaca, TX 78652

4. That to the best of her knowledge, information, and belief, the addresses given above are the actual post office addresses of the parties intended to be so served.

CHERYL FLECK

Subscribed and sworn to before me this $\underline{15th}$ day of March, 1993.

MARGARET BRINTNELL, Notary Public Burleigh County, North Dakota My commission expires 8-9-95.